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SEC FILE NUMBER 8-69049

ANNUAL AUDITED REPORT SEC

FORM X-17A-5 Section

**FACING PAGE** 

FEB 27 2017

Information Required of Brokers and Dealers Pursus 15 Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING $\;$	01/01/16	AND ENDING	12/31/16
	MM/DD/YY	1	MM/DD/YY
A. REGI	STRANT IDENTI	FICATION	
NAME OF BROKER - DEALER:			
BDA Advisors Inc.			OFFICIAL USE ONLY
ADDRESS OF PRINCIPAL PLACE OF BUSINE	SS: (Do not use P.	O. Box No.)	FIRM ID. NO.
1270 Avenue of the Americas, Suite 2901	`	ŕ	
(No. and	Street)		
New York NY	7		10020
New York NY (City) (State	e)		(Zip Code)
NAME AND TELEPHONE NUMBER OF PERS	ON TO CONTACT	IN REGARD TO TI	HIS REPORT
Bill Pullano, CFO			(212) 265-5300 Area Code - Telephone No.)
		(2	Area Code - Telephone No.)
B. ACCO	UNTANT IDENT	<b>IFICATION</b>	
INDEPENDENT PUBLIC ACCOUNTANT who	se opinion is contain	ed in this Report*	
Wei Wei & Co. LLP	-		
	dividual, state last, firs	st, middle name)	
133-10 39 <sup>th</sup> Ave, Flusi		New York	11354
(Address) (Cit	y)	(State)	(Zip Code)
CHECK ONE:			
X Certified Public Accountant			
Public Accountant			
Accountant not resident in United States	or any of its possessio	ns.	
FO	R OFFICIAL USE	ONLY	

<sup>\*</sup>Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See section 240.17a-5(e)(2).





#### OATH OR AFFIRMATION

I, William R. Pullano, Chief Financial Officer, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statements and supporting schedules pertaining to the firm of BDA Advisors Inc., (Company), as of December 31, 2016, are true and correct. I further swear (or affirm) that neither the Company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows: William R. Pullano, Chief Financial Officer Sworn and subscribed to before me this day of LESLIE ALWADISH Notary Public, State of New York No. 01AL4852847 Qualified in New York County Notary Public Commission Expires Feb. 10, 2018 This report contains (check all applicable boxes): (x) Facing page. (a) 1 Report of Independent Registered Public Accounting Firm. (x) Balance Sheet. 2 (x) (b) 3 Statement of Operations. (x) (c) 4 (d) Statement of Cash Flows. (x) 5 Statement of Changes in Shareholder's Equity. (x) (e) Statement of Changes in Liabilities Subordinated to Claims of Creditors. (not applicable) () (f) (x) Notes to Financial Statements. 6-9 10 Computation of Net Capital (x) (g) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3 () (h) Information Relating to the Possession or Control Requirements Under Rule 15c3-3. (not applicable) () (i) A Reconciliation, including appropriate explanations of the Computation of Net Capital Under Rule (j) () 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3 (not required). A Reconciliation Between the audited and unaudited Statements of Financial Condition with respect (k) () to methods of consolidation. (not applicable) An Oath or Affirmation. (x) (x) Report of Independent Registered Public Accounting Firm on applying Agreed-Upon Procedures. 11-12 A copy of the SIPC Supplemental Report. (x) (m) A report describing any material inadequacies found to exist or found to have existed since the date of () (n) the previous audit. (not applicable)

Review report on management's assertion letter regarding (k)(2)(i) exemption.

Management's assertion letter regarding (k)(2)(i) exemption.

(x)

(x)

(o) (p) 13



#### CERTIFIED PUBLIC ACCOUNTANTS

- Main Office 133-10 39<sup>Th</sup> Avenue Flushing, NY 11354 Tel. (718) 445-6308 Fax. (718) 445-6760
- CALIFORNIA OFFICE 36 W BAY STATE STREET ALHAMBRA, CA 91801
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   JIANGUOMENWAI AVENUE BEIJING 100004, PRC
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#### REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholders of BDA Advisors Inc.

We have audited the accompanying balance sheet of BDA Advisors Inc. as of December 31, 2016, and the related statements of income, changes in stockholder's equity, and cash flows for the year then ended. These financial statements are the responsibility of BDA Advisors Inc.'s management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of BDA Advisors Inc. as of December 31, 2016, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

The Computation of Net Capital Under Rule 15c3-1 has been subjected to audit procedures performed in conjunction with the audit of BDA Advisors Inc.'s financial statements. The supplemental information is the responsibility of BDA Advisors Inc.'s management. Our audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental information. In forming our opinion on the supplemental information, we evaluated whether the supplemental information, including its form and content is presented in conformity with 17 C.F.R. § 240.17a-5. In our opinion, the Computation of Net Capital Under Rule 15c3-1 is fairly stated, in all material respects, in relation to the financial statements as a whole.

Flushing, NY

February 22, 2017

Wille & G. LIP

#### BDA ADVISORS INC. BALANCE SHEET DECEMBER 31, 2016

#### **ASSETS**

Cash Receivables, net of allowance for bad debt Prepaid income taxes	\$ 584,010 50,000 7,000
Total Assets	\$ 641,010
LIABILITIES AND SHAREHOLDER'S EQUITY	
Accounts payable and accrued expenses Provision for bonus	\$ 228,854 210,000
Total Liabilities	438,854
Contingencies	-
Common stock, no par value	60,000
Retained earnings	 142,156
Total Shareholder's Equity	202,156
Total Liabilities and Shareholder's Equity	\$ 641,010

## BDA ADVISORS INC. STATEMENT OF INCOME FOR THE YEAR ENDED DECEMBER 31, 2016

Revenue	\$1,550,000
Expenses	
Salaries & benefits	769,545
Rent	84,000
Fees paid to other broker-dealers	20,000
Professional & consulting fees	626,735
Office expenses	4,169
Regulatory fees	14,637
Bad debt	16,000
Total Expenses	1,535,086
Income before income taxes	14,914
Income taxes	(6,625)
Net Income	\$ 21,539

#### BDA ADVISORS INC. STATEMENT OF CASH FLOWS FOR THE YEAR ENDED DECEMBER 31, 2016

Cash Flows From Operating Activities: Net Income	\$ 21,539
Adjustments to reconcile net income to net cash (used) by operating activities:	
Bad debt expense	16,000
Decrease in receivables	79,503
Increase in accounts payable and accrued expenses	213,825
Increase in provision for bonus	145,000
(Increase) in prepaid taxes	(7,000)
Net Cash Provided By Operating Activities	468,867
Cash Flows From Investing Activities:	<del>-</del>
Cash Flows From Financing Activities:	
Net Increase In Cash	468,867
Cash at beginning of the year	115,143
Cash at end of the year	\$ 584,010
Supplemental disclosure of cash flow information:	
Cash paid for income taxes	\$ 375
Cash paid for interest	\$ -

#### BDA ADVISORS INC. STATEMENT OF CHANGES IN STOCKHOLDER'S EQUITY FOR THE YEAR ENDED DECEMBER 31, 2016

	Common Stock	Retained Earnings	Total Stockholder's Equity
Balance, January 1, 2016	\$ 60,000	\$ 120,617	\$ 180,617
Net Income		21,539	21,539
Balance, December 31, 2016	\$ 60,000	\$ 142,156	\$ 202,156

#### 1. ORGANIZATION AND NATURE OF BUSINESS

BDA Advisors Inc. (the "Company") is registered as a broker-dealer with the Securities and Exchange Commission (SEC) and is a member of the Financial Industry Regulatory Authority (FINRA). The Company has 200 shares authorized and 20 shares issued and outstanding.

The Company is engaged in mergers and acquisitions ("M&A") advisory services, and is licensed to do private placements. The Company acts as a broker-dealer and is exempt from Securities and Exchange Commission Rule 15c3-3 under paragraph k(2)(i). The Company is not required to have any arrangement with a clearing broker.

#### 2. SIGNIFICANT ACCOUNTING POLICIES

#### **Accrual Basis of Accounting**

The Company's financial statements are prepared using the accrual method of accounting. The Company's year-end is December 31.

#### Revenue Recognition

The Company earns revenues through various services it provides to its clients, which includes customary M&A and investment banking services. M&A transaction fees and expenses are recorded on an accrual basis based on the closing date of the transaction. Other advisory fees are recorded on a contractual basis with the fee amount and timing or conditions stipulated in the contract. Such fees are recognized according to the terms of the contract, typically either during the period the service is provided or when the conditions of the fee are met.

#### Cash and Cash Equivalents

The Company considers all demand and time deposits and all highly liquid financial instruments purchased with original maturities of three months or less to be cash equivalents.

#### **Use of Estimates**

The financial statements are presented in accordance with generally accepted accounting principles and prevailing industry practices, both of which require management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at December 31, 2016, as well as the reported amounts of revenues and expenses during the year then ended. Estimates, by their nature, are based on judgment and available information. Management believes that the estimates utilized in the preparation of the financial statements are prudent and reasonable. Actual results could differ from those estimates.

#### 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### Receivables

Receivables are stated at cost, net of allowance for doubtful accounts if required. The Company reviews the accounts receivable periodically to assess collectability of the outstanding balances. The Company records an allowance for doubtful accounts when a client fails to make required payments and there is doubt about the collectability of individual balances. As of December 31, 2016, the bad debt allowance was \$16,000.

#### 3. NET CAPITAL REQUIREMENTS

The Company is a member of FINRA and subject to the Securities and Exchange Commission's Uniform Net Capital Rule (Rule 15c3-1(a)(2)(vi)), which requires the maintenance of minimum net capital of \$5,000 and requires the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. At December 31, 2016 the Company had net capital of \$145,156, which was \$115,899 in excess of its required minimum capital requirement.

#### 4. INCOME TAXES

The Company has not elected to be taxed as an S corporation and, as a result, files federal Form 1120 U.S. Corporation Income Tax Return and NYS CT-4 General Business Corporation Franchise Tax Return. The Company recorded a credit to Federal and NYS income tax expense of \$6,625 in 2016 due to a prior year overaccrual. The Company was also subject to the NYC General Corporation Tax, and the General Business Corporation MTA Surcharge.

Management has determined that the Company had no uncertain tax positions that would require financial statement recognition. Currently, the 2013, 2014, and 2015 tax years are open and subject to examination by the taxing authorities. The Company is not currently under audit nor has the Company been contacted by any of the taxing authorities.

#### 5. RELATED PARY TRANSACTIONS

#### **Expense Sharing Agreement**

The Company revised its expense agreement with BDA Partners Inc. ("Affiliate") on January 1, 2016. The Affiliate will continue to pay for the following expenses (salaries, benefits, IT, information and telecom, equipment, office supplies, travel and entertainment, furnishings, leasehold improvements, postage and delivery) on behalf of the Company.

#### 5. RELATED PARY TRANSACTIONS (CONTINUED)

The expense agreement will be continuous until amended in writing by either party at their sole discretion.

The expenses paid by the Affiliate will be billed directly to the Affiliate by the vendor or other party and any contracts or leases will be between the Affiliate and the vendor or other party. The Company has no obligation, directly or indirectly, to reimburse or otherwise compensate the Affiliate for paying these expenses.

#### Lease Agreement

The Company also entered into a month to month lease agreement with the Affiliate on October 1, 2013, which the Company will pay rent to the Affiliate of \$7,000 per month. Rent expense was \$84,000 for the year ended December 31, 2016.

From time to time, the Company receives client expense reimbursements and employee payroll withholdings related to benefits that were originally paid by the Affiliate. The Company would normally reimburse the Affiliate for such balances in a periodic settlement. As of December 31, 2016, the amount payable to the Affiliate was \$6,354, which has been included in accounts payable on the balance sheet.

#### **Consulting Arrangements with Related Parties**

The Company has a consulting agreement with BDA Partners Ltd., its Hong Kong based Parent.

The Parent, in connection with its subsidiaries, will perform consulting work in Asia and Europe, from time to time, in connection with the Company's M&A engagements. A fee is paid to the Parent by the Company in relation to the volume of work performed by the Parent, as determined each calendar quarter. The consulting fees, if any, are included in the income statement as part of professional and consulting fees.

The Company will perform M&A advisory work in the United States, from time to time, in connection with the Parent's M&A engagements. A fee is paid to the Company from the Parent in relation to the volume of work performed by the Company, as determined each calendar quarter. The M&A advisory revenue, if any, is included in the income statement as part of revenue. The Company did not receive any fees from the Parent or its subsidiaries during the year ended December 31, 2016.

During the year ended December 31, 2016, the Parent provided consulting services to the Company of \$600,000, which has been included in expenses. As of December 31, 2016, the payable to the Parent was \$200,000, which has been included in accounts payable and accrued expenses on the balance sheet.

#### 6. CREDIT RISK CONCENTRATION

Financial instruments which potentially subject the Company to concentrations of credit risk consist principally of cash and cash equivalents. The Company maintains its cash with a financial institution. The Company monitors the credit quality of the financial institution and does not anticipate any exposure. The cash balance in each financial institution is insured by the FDIC up to \$250,000. The amount in excess of insured limits as of December 31, 2016 was approximately \$334,000.

#### 7. FAIR VALUE MEASUREMENTS

The Company follows the Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Section 820 for fair value measurements which defines fair value and establishes a fair value hierarchy organized into three levels based upon the input assumptions used in valuing assets and liabilities.

As of December 31, 2016, none of the assets and liabilities was required to be reported at fair value on a recurring basis. Carrying values of non-derivative financial instruments, including cash and cash equivalents, accounts receivable, accounts payable, and accrued liabilities, approximate fair values due to the short term nature of these financial instruments. There were no changes in methods or assumptions during the years ended December 31, 2016.

#### 8. RETIREMENT PLAN

The Company offers a defined contribution qualified 401(k) plan for eligible employees, who have attained a minimum of six months of service and who are at least 21 years of age. Employees may contribute to the plan an amount ranging from 1% to 92% of their compensation with a maximum of \$18,000 for 2016. Participants who will have reached the age of 50 before the close of the plan year are eligible to make up to \$6,000 of additional contributions. The Company provides a matching contribution of 100% of the first 3% of employee contributions for the year, plus 50% of employee deferrals that exceed 3% but do not exceed 5% of total compensation for the year. Employee contributions and Company matching contributions are invested at the direction of the employee into one or more of the plan's investment funds. The Company's total matching contributions were \$13,629 for the year ended December 31, 2016.

#### 9. SUBSEQUENT EVENTS

The Company has evaluated subsequent events through February 22, 2017, the date on which these statements were available to be issued. The Company did not identify any material subsequent events requiring adjustment to or disclosure in its financial statements.

# BDA ADVISORS INC. COMPUTATION OF NET CAPITAL UNDER RULE 15c3-1 OF THE SECURITIES AND EXCHANGE COMMISSION DECEMBER 31, 2016

NET CAPITAL: Total stockholder's equity	\$	202,156
Deductions and/or charges: Non-allowable assets:		
Prepaid Assets Receivables		(7,000) (50,000)
Net capital before haircuts on securities positions		145,156
Haircuts on securities positions		<b>.</b> ·
Undue concentration		
Net Capital	\$	145,156
AGGREGATE INDEBTEDNESS:		
Items included in the statement of financial condition: Accounts payable and accrued expenses	\$	438,854
COMPUTATION OF BASIC NET CAPITAL REQUIREMENT:	•	20.255
Minimum net capital required based on AI (6-2/3% of aggregate indebtedness)	<u>\$</u>	29,257
Minimum net capital required	\$	5,000
Excess net capital	\$	115,899
Net capital less greater of 10% of total AI or 120% of min. net capital	\$	101,271
Percentage of aggregate indebtedness to net capital is		302%

There are no material differences between the preceding computation and the Company's corresponding unaudited Part II of Form X-17A-5 as of December 31, 2016



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  1 JIANGUOMENWAI AVENUE BEIJING 100004, PRC
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### REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM ON APPLYING AGREED-UPON PROCEDURES

To the Board of Directors and Stockholders of BDA Advisors Inc.

In accordance with Rule 17a-5(e)(4) under the Securities Exchange Act of 1934 and with the SIPC Series 600 Rules, we have performed the procedures enumerated below with respect to the accompanying General Assessment Reconciliation ("Form SIPC-7") to the Securities Investor Protection Corporation ("SIPC") for the year ended December 31, 2016, which were agreed to by BDA Advisors Inc. (the "Company") and the Securities and Exchange Commission, Financial Industry Regulatory Authority, Inc., and SIPC., solely to assist you and the other specified parties in evaluating the Company's compliance with the applicable instructions of the Form SIPC-7. The Company's management is responsible for the Company's compliance with those requirements. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the Public Company Accounting Oversight Board (United States). The sufficiency of these procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose. The procedures we performed and our findings are as follows:

- 1. Compared the listed assessment payments in Form SIPC-7 with respective cash disbursement records entries, noting no differences;
- 2. Compared the amounts reported on the audited Form X-17A-5 (FOCUS Report) for the year ended December 31, 2016, as applicable, with the amounts reported in Form SIPC-7 for the year ended December 31, 2016, noting no differences;
- 3. Compared any adjustments reported in Form SIPC-7 with supporting schedules and working papers, noting no differences;
- 4. Proved the arithmetical accuracy of the calculations reflected in Form SIPC-7 and in the related schedules and working papers supporting the adjustments, noting no differences; and
- 5. Compared the amount of any overpayment, if any, applied to the current assessment with the Form SIPC-7 on which it was originally computed, noting no differences.



We were not engaged to, and did not conduct an examination, the objective of which would be the expression of an opinion on compliance. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the specified parties listed above and is not intended to be and should not be used by anyone other than these specified parties.

Whinda & G. L.P Flushing, New York

Flushing, New York February 22, 2017

## (33-REV 7/10)

# SECURITIES INVESTOR PROTECTION CORPORATION P.O. Box 92185 Washington, D.C. 20090-2185 202-371-8300 General Assessment Reconciliation

(33-REV 7/10)

For the fiscal year ended Dec 31 2016 (Read carefully the instructions in your Working Copy before completing this Form)

#### TO BE FILED BY ALL SIPC MEMBERS WITH FISCAL YEAR ENDINGS

1. Name of Member, address, Designated Examining Argurposes of the audit requirement of SEC Rule 17a-5:	uthority, 1934 Act registration	no. and month in which fiscal year ends for	COPY
BDA Advisors Inc. 1270 Ave of the Americas Suite 290 New York, NY 10011	01	Note: If any of the information shown on the mailing label requires correction, please e-mail any corrections to form@sipc.org and so indicate on the form filed.	<b>WORKING CC</b>
		Name and telephone number of person to contact respecting this form.	)RK
		Bill Pullano 212-265-5300	<b>≥</b>
<u> </u>			-
2. A. General Assessment (item 2e from page 2)		<sub>\$</sub> 3,875	•
B. Less payment made with SIPC-6 filed (exclude integrated July 22, 2016	terest)	(3,587	_)
Date Paid			١
C. Less prior overpayment applied  D. Assessment balance due or (overpayment)		(	٠,
E. Interest computed on late payment (see instruct	tion F) for days at 20% r	ner annum	•
F. Total assessment balance and interest due (or		\$ 288	•
G. PAYMENT: √ the box Check mailed to P.O. Box Total (must be same as F above)	3 <u>288</u>		•
H. Overpayment carried forward	\$(	)	
3. Subsidiaries (S) and predecessors (P) included in th	nis form (give name and 1934 A	Act registration number):	-
The SIPC member submitting this form and the person by whom it is executed represent thereby that all information contained herein is true, correct and complete.	BDA Advisors	INC. of Corporation, Partnership or other organization)	- -
and completel		(Authorized Signature)	-
Dated the 17 day of February , 20 17	Chief Financial (	Officer (Title)	_
This form and the assessment payment is due 60 da for a period of not less than 6 years, the latest 2 years.		I year. Retain the Working Copy of this form	
Carron Dates:			-
Postmarked . Received	Reviewed		
Dates: Postmarked . Received  Calculations  Exceptions:	Documentation	Forward Copy	-
<u> </u>			
Disposition of exceptions:	_		

1

### DETERMINATION OF "SIPC NET OPERATING REVENUES" AND GENERAL ASSESSMENT

Amounts for the fiscal period beginning Jan 1 2016 and ending Dec 31 2016

Item No. 2a. Total revenue (FOCUS Line 12/Part IIA Line 9, Code 4030)	Eliminate cents \$1,550,000
<ul><li>2b. Additions:</li><li>(1) Total revenues from the securities business of subsidiaries (except foreign subsidiaries) and predecessors not included above.</li></ul>	
(2) Net loss from principal transactions in securities in trading accounts.	
(3) Net loss from principal transactions in commodities in trading accounts.	
(4) Interest and dividend expense deducted in determining Item 2a.	
(5) Net loss from management of or participation in the underwriting or distribution of securities.	
(6) Expenses other than advertising, printing, registration fees and legal fees deducted in determining net profit from management of or participation in underwriting or distribution of securities.	
(7) Net loss from securities in investment accounts.	
Total additions	
Deductions:     (1) Revenues from the distribution of shares of a registered open end investment company or unit investment trust, from the sale of variable annuities, from the business of insurance, from investment advisory services rendered to registered investment companies or insurance company separate accounts, and from transactions in security futures products.	
(2) Revenues from commodity transactions.	
(3) Commissions, floor brokerage and clearance paid to other SIPC members in connection with securities transactions.	
(4) Reimbursements for postage in connection with proxy solicitation.	
(5) Net gain from securities in investment accounts.	
(6) 100% of commissions and markups earned from transactions in (i) certificates of deposit and (ii) Treasury bills, bankers acceptances or commercial paper that mature nine months or less from issuance date.	
(7) Direct expenses of printing advertising and legal fees incurred in connection with other revenue related to the securities business (revenue defined by Section 16(9)(L) of the Act).	
(8) Other revenue not related either directly or indirectly to the securities business. (See Instruction C):	
(Deductions in excess of \$100,000 require documentation)	
(9) (i) Total interest and dividend expense (FOCUS Line 22/PART IIA Line 13, Code 4075 plus line 2b(4) above) but not in excess of total interest and dividend income.  \$	
(ii) 40% of margin interest earned on customers securities accounts (40% of FOCUS line 5, Code 3960).	
Enter the greater of line (i) or (ii)	
Total deductions	•
2d. SIPC Net Operating Revenues	\$ 1,550,000
2e. General Assessment @ .0025	§ 3,875
	(to page 1, line 2.A.)



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  Fax. (86 10) 65355870

#### REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholders of BDA Advisors Inc.

We have reviewed management's statements, included in the accompanying Statement of Exemption Form SEC Rule 15c3-3, in which (1) BDA Advisors Inc. (the "Company") identified the following provisions of 17 C.F.R. §15c3-3(k) under which the Company claimed an exemption from 17 C.F.R. §240.15c3-3: (k)(2)(i) (the "exemption provisions") and (2) BDA Advisors Inc. stated that the Company met the identified exemption provisions throughout the most recent fiscal year without exception. The Company's management is responsible for compliance with the exemption provisions and its statements.

Our review was conducted in accordance with the standards of the Public Company Accounting Oversight Board (United States) and, accordingly, included inquiries and other required procedures to obtain evidence about the Company's compliance with the exemption provisions. A review is substantially less in scope than an examination, the objective of which is the expression of an opinion on management's statements. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to management's statements referred to above for them to be fairly stated, in all material respects, based on the conditions set forth in paragraph (k)(2)(i) of Rule 15c3-3 under the Securities Exchange Act of 1934.

Miller & Co. Lip

Flushing, New York February 22, 2017



#### **Assertions Regarding Exemption Provisions**

We, as members of management of BDA Advisors Inc. (the "Company"), are responsible for compliance with the annual reporting requirements under Rule 17a-5 of the Securities Exchange Act of 1934. Those requirements require a broker or dealer to file annuals reports with the Securities Exchange Commission (SEC) and the broker or dealer's designated examining authority (DEA). One of the reports to be included in the annual filing is a review report prepared by an independent registered public accounting firm based upon a review of assertions provided by the broker or dealer. Pursuant to that requirement, the management of the Company hereby makes the following assertions:

#### **Identified Exemption Provision:**

The Company claims exemption from the custody and reserve provisions of Rule 15c3-3 by operating under the exemption provided by Rule 15c3-3, Paragraph (k)(2)(i).

#### **Statement Regarding Meeting Exemption Provision:**

The Company met the identified exemption provision without exception throughout the period ending January 1, 2016 through December 31, 2016.

BDA Advisors Inc.

By: With Kullano

William R. Pullano, Chief Financial Officer

February 22, 2017

#### BDA ADVISORS INC.

(SEC I.D. No. 8-69049)

FINANCIAL STATEMENTS AND

SUPPLEMENTAL SCHEDULE

FOR THE YEAR ENDED DECEMBER 31, 2016

AND

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM  ${\bf AND}$  REVIEW REPORT REGARDING EXEMPTION PROVISIONS